

**Request for Offers
for the Reuse of
District of Columbia Public Schools (DCPS) Excess Space**

Bruce-Monroe School

Issued: October 16, 2009

Issued by:
The Government of the District of Columbia
Department of Real Estate Services
ATTN: Althea Holford
2000 14th Street NW, Suite 800
Washington, DC 20009
<http://www.dres.dc.gov>

Offers due by: November 16, 2009 no later than 5:00 p.m. EDT

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I. OVERVIEW

The Government of the District of Columbia (“District”), through the Department of Real Estate Services (“DRES”), invites interested parties who are “eligible applicants” (defined below) to respond to this Request for Offers (“RFO”) with offers (“Offers”) for the reuse of the following District of Columbia Public Schools (“DCPS”) asset (“Reuse Site”):

- **Bruce Monroe School – 3012 Georgia Avenue NW, Washington DC**

An “eligible applicant” is an approved public charter school or a public charter school whose petition to establish a public charter school has been conditionally approved, under D.C. Code § 38-1802.03 (d)(2)(2007 Supp), as of the date Offers are due in response to this RFO. An “eligible applicant” is also an existing tenant that is either (a) a public charter school that has occupied all, or substantially all, of the facility or property or (b) an organization providing educational or youth services under contract with the District government that has been a tenant of the facility or property and has occupied all, or substantially all, of the facility or property since on or before December 1, 2004 and is good standing on its existing lease agreement.

I.A District Goals for this Solicitation

The District’s overarching goal, in issuing this solicitation, is to obtain Offers for reuse of the Reuse Site from Eligible Applicants. Responses to this RFO will be used to inform District decision-making regarding the most appropriate and viable use for this Reuse Site.

The District will retain free and clear title to the Reuse Site and enter into a ground lease with the selected Respondent for the use of the Reuse Site. The Reuse Site will be leased in “as-is”, “where-is” condition and with all faults, without any representations and warranties.

In this solicitation, the District seeks Offers that propose to maximize the following District goals:

- Provide space that could be leased or owned by public charter schools
- Where non-school functions are included, provide space that could be leased or owned by non-profit service providers
- Where non-school functions are included, create new workforce/affordable housing opportunities for District residents
- Promote revitalization of District neighborhoods
- Optimize the unique amenities of each site (e.g., gymnasiums, cafeterias and multipurpose space)
- Where construction is proposed, promote sustainable development practices

As such, as detailed in Section III below, the District seeks Offers from Eligible Applicants (responding Eligible Applicants being referred to as “Respondents”).

The District will evaluate Offers and will select each Offer determined, in the District’s sole discretion, to be in the best interest of the District for negotiation of a lease agreement for the Reuse Site.

II. DESCRIPTION OF PROPOSED REUSE SITE(S)

Site Overview

The Reuse Site is comprised of approximately 121,825 square feet of land area owned by the District. The Reuse Site includes the portion of the block bounded by Georgia Avenue NW to the east, Irving Street NW to the north, Columbia Road NW to the south, and single-family residential property to the west. The eastern portion of the Property was improved with the Bruce Monroe Elementary School but the improvements are being razed and the Reuse Site will be leased without any improvements. Additionally, there are various hardscape playing fields and surface parking.

An aerial photograph of the Reuse Site is below:



The District makes no representations regarding the character or extent of soil or subsurface conditions or the conditions, existence and location of utilities that may serve the Property. The District makes no representations as to environmental condition of the Property and expects the Respondent to assume all costs associated with any necessary remedial actions. Each Respondent is encouraged to conduct its own research and to draw its own conclusions concerning the conditions that may affect the methods or cost of development. Respondents shall be responsible for all pre-development expenses incurred to assess the conditions of the Reuse Site.

Site Context

The Reuse Site is located on the highly visible Georgia Avenue and is situated on a lot that is locked in between two major east-west, one-directional thoroughfares. Another north-south artery, Sherman Avenue, runs along the rear of the Reuse Site. The Reuse Site is surrounded on all sides by major links to the District that include multiple bus lines. Citizens at this site have the option of using the “Columbia Heights” Metro station, three long blocks west, or the “Georgia Avenue/Petworth” Metro station, located eight short blocks north.

Site Characteristics

The current characteristics of the Reuse Site and its development envelope are described below:

<u>Description of Property:</u>	Address: 3012 Georgia Avenue, 20001 SQ/LOT: 2890/0849 Ward(s) : 1 Ownership: District of Columbia Site Description: The Reuse Site is in the 3000 block of Georgia Avenue and situated between Columbia Road and Irving Street, NW. The Reuse Site is split zoned, with the front portion zoned C-2-A and the back zoned R-4. The Reuse Site is approximately 121,825 square feet in size.
<u>Characteristics of Property:</u>	Lot Size: 121,825 SF Topography: Gently sloped from Georgia Avenue westward. Exposure: Reuse Site has a very visible location on Georgia Avenue between Columbia Road and Irving Street, NW. Access: <ul style="list-style-type: none">• <u>Vehicular:</u> Georgia Avenue is the primary artery for the Reuse Site providing access from the north and south. Columbia Road is a one way west-east street providing access from the west and Irving Street is a one way east-west street providing access from the east.• <u>Public Transportation:</u> The Columbia Heights Metro Station is approximately ½ mile away and a number of buses have stops within walking distance of the Reuse Site.• <u>Pedestrian:</u> Crosswalks with signal actuators exist at the Georgia intersections of Columbia and Irving. Existing Structures: None.
<u>Planning &</u>	Zoning District(s): Spit zoned: C-2-A & R4 Planning and • The Comprehensive Plan (chapter 20: Mid City

Zoning:

Policy Documents:	Element)	
	<ul style="list-style-type: none">• Great Streets Framework Plan• Georgia Avenue-Petworth Metro Station Area and Corridor Plan• The Green Building Act of 2006	
Height and FAR:	<u>C-2-A</u>	<u>R-4</u>
	Max Height: 50 ft	40 ft – 3 stories
	FAR: 2.5	N/A
	residential; 1.5 other uses	
	Rear Set back: 15 ft	20 ft
	Bonus Density: N/A	School: 90 ft height provided bldg is set back distance is equal to height of bldg.

The eastern portion of the Reuse Site fronting on Georgia Avenue NW is zoned C-2-A and the Western (rear) portion of the site is zoned R-4.



Nothing contained herein shall be deemed a representation, warranty or guaranty by the District as to the site characteristics. It is the Respondent's sole responsibility to confirm all zoning requirements, laws, and regulations prior to submission.

Zoning and Land Use Guidance

Respondents may propose to develop the site to conform to the existing zoning designation or to apply for a zoning variance, special exception, or Planned Unit Development (PUD). Respondents will be expected to be responsible for all costs associated with obtaining the PUD. Respondents should review all applicable District of Columbia Zoning regulations while preparing their Proposals. Please refer to Title 11 of the District of Columbia Municipal Regulations ("DCMR") for a complete list of zoning provisions and requirements. Section 2514 of Title 11 provides information on

development of a split-zoned lot, including allowing for the extension of the zoning line by up to 35 feet through Special Exception. A Respondent must detail its zoning strategy, including a detailed explanation and justification for any proposed variance from the residential requirements, and present an estimated schedule that fully describes each step in the approval process necessary for the entitlements assumed in the proposal.

Proposed zoning strategies should be consistent with the Planning and Policy Documents and/or the relevant Small Area Plans.

In the event that a Respondent proposes any residential use and the Reuse Site is subject to Inclusionary Zoning (IZ) and a portion or all of the proposed affordable units in the development can fulfill or exceed the IZ requirements (DCMR Title 11 Chapter 26), then the affordable units, as required in this RFO, may be counted towards the IZ requirement.

Information regarding the zoning may be obtained from the Department of Housing and Community Development (<http://www.dhcd.dc.gov>).

II.B. Regulatory Framework

In preparing a response to this RFO, Respondents should consider all existing land uses, ownership, physical conditions, regulatory requirements, and community expressed preferences. Offers need not conform to existing zoning however, if a zoning change is necessary, the Offer should describe, in detail, the Respondent's proposed approach to obtain such zoning change(s) and the estimated timeframe therefor.

Eligible Applicants Right of First Offer

Pursuant to D.C. Official Code § 38-1802.09 (2007 Supp.) (the "Act"), right of first offers must be offered to the following described entities (referred to in this RFO as an "Eligible Applicant"). An Eligible Applicant is an approved public charter school or a public charter school whose petition to establish a public charter school has been conditionally approved, under D.C. Code § 38-1802.03 (d)(2) (2007 Supp), as of the date Offers are due in response to this RFO. An Eligible Applicant is also an existing tenant that is either (a) a public charter school that has occupied all, or substantially all, of the facility or property or (b) an organization providing educational or youth services under contract with the District government that has been a tenant of the facility or property and has occupied all, or substantially all, of the facility or property since on or before December 1, 2004 and is good standing on its existing lease agreement

An Eligible Applicant has a right of first offer under the Act. In order to exercise the right of first offer under the Act, a Respondent must be an Eligible Applicant and, for purposes of this RFO, must qualify as an Eligible Applicant as of the date submissions are due under this RFO. An Offer submitted by an Eligible Applicant is its offer to the District pursuant to said right of first offer.

Compliance with Applicable Laws and Related Costs

If selected, Respondent would be required to plan, construct and operate the project described in its Offer in accordance with all applicable federal and District of Columbia laws, rules and regulations, and would be required to obtain all necessary permits, approvals, and licenses at the appropriate time. Respondent should submit with its Offer a description of all permits, approvals, and licenses expected to be required in connection with its Offer and proposed plans and schedules for obtaining the same. Respondent should indicate in its response its experience and familiarity with such laws and permits at other significant urban reuse projects. All costs associated with complying with applicable laws, rules and regulations, and obtaining all necessary permits, approvals, and licenses shall be borne by Respondent.

Affordable Housing

If an Offer includes housing, at least thirty percent (30%) of housing units developed at the Reuse Site should be affordable for households across multiple income levels.

Certified Business Enterprises and First Source Hiring Requirements

If an Offer includes construction, the Offer shall comply with the requirements of the District's "Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005" (D.C. Official Code §§ 2-218.01 et seq.) ("CBE Program"), and the District's First Source Program. The District's CBE Program governs contracting and procurement with, and equity and development participation by, certified local, small and disadvantaged businesses. The District's First Source Program requires that 51% of the new jobs created by a redevelopment project be filled by District residents.

Historic Reviews

To the extent that a Reuse Site is a historic resource, it may be subject to review under Section 106 of the National Historic Preservation Act, 16 U.S.C. 470 *et seq.*, the "Historic Landmark and Historic District Protection Act of 1978," D.C. Law 2-144, regulations promulgated thereunder, and any other applicable historic or preservation law or regulation, in each case as amended. As such, Respondent's reuse may be subject to review by the DC Historic Preservation Review Board, with regard to designation as a DC Historic Landmark or location within a Historic District, or by the federal Advisory Council on Historic Preservation.

Local Project Review and Local Zoning

A Respondent will be expected to meet District land use, environmental, planning, zoning, and other regulatory requirements. Please refer to Title 11 of the District of Columbia Municipal Regulations ("DCMR") for a complete list of zoning provisions and requirements. Any Offer must comply with the goals and priorities outlined in the District's Comprehensive Plan, which can be viewed online at: www.planning.dc.gov.

Green Building Act

Adherence to the District of Columbia's Green Building Act of 2006 D.C. Official Code 6-1451.01 *et seq.* (2007) is required. An Offer shall meet all requirements of the aforementioned Act for District owned and/or disposed properties as well as any LEED

certification requirements for the construction, rehabilitation and/or renovation of D.C. public assets.

III. SUBMISSIONS

This RFO is open to any and all Eligible Applicants.

Economic analysis and/or real estate advisory services are **not** being solicited as part of this solicitation.

The District strongly urges that an Offer not exceed 25 pages (excluding appendices).

Respondents shall provide five (5) hard copies and one (1) CD ROM of the written Offer in 12 point font size on 8.5" by 11" paper. Each Offer shall be hand-delivered to the location set forth in section IV.G of this RFO. Electronic and facsimile Offers will not be accepted.

Each Offer shall be submitted in a sealed envelope conspicuously marked: "**Offer in Response to RFO for the Reuse of DCPS Excess Space dated October 16, 2009**".

Offers must be submitted no later than the response deadline of: November 6, 2009.

A responsive Offer must be submitted timely from an Eligible Applicant and comply with this RFO (a "Responsive Offer"). In order to enable the District to fully evaluate Offers, a Responsive Offer should explain, with supporting documents, the Respondent's organizational capacity, experience, and financial resources to implement the proposed vision by including the information and documentation described in Sections III.A, III.B, III.C, and III.D below. Offers should respond to each RFO item in the order outlined below with each item marked by tabs to indicate the section number.

III.A Proposed Vision and Approach

Respondent shall describe, in narrative form, the Respondent's vision for reuse. At a minimum, Offers should include:

- Description of how the proposed vision relates to the District goals discussed in Section I
- Proposed gross square footage to be occupied by charter school
- If the Offer contemplates non-charter school uses in addition to the space to be occupied by a charter school: proposed development program, including gross square footage (and number of units, if residential) of each proposed use
- Site plan indicating proposed location and configuration of uses
- Description of how market conditions support proposed vision and development program, as applicable
- Description of the public benefits anticipated from the proposed reuse, such as:
 - number of students to be served
 - ages and grades of students to be served

- program focus
- educational support services to be provided
- educational jobs, training opportunities, construction jobs, permanent jobs to be created
- estimated annual tax revenue to the District of Columbia
- If the Offer includes construction, description of how the reuse would generate opportunities to hire District residents and contract with local, small and disadvantaged businesses.
- If the Offer consists of more than merely occupying the Reuse Site “as is,” phasing plan that describes Respondent’s strategy and proposed timing (from predevelopment activities to construction completion and full occupancy, as applicable)

It should be noted that a Respondent shall be required to accept the Reuse Site, all or any portion thereof, in “as is” condition, without warranty by the District as to physical condition of the land or structures. The District makes no representations regarding the character or extent of soil or subsurface conditions or the conditions and existence of utilities that may be encountered during the course of any use or redevelopment of the Reuse Site. Each Respondent should draw its own conclusions concerning conditions that may affect the methods or cost of its Offer. Respondents will be responsible at their sole cost and liability for any environmental remediation that may be associated with the existing site improvements or other site preparation. In addition, Respondents shall be responsible for any and all requisite pre-development (including demolition of existing improvements and due diligence studies such as traffic, geotechnical, storm water management and other site preparations) and development costs for any redevelopment of part or all of any building or the Reuse Site.

III.B Description of Respondent

If the Respondent proposes to redevelop the Reuse Site (rather than merely occupy a building as-is), an Offer will be reviewed more favorably during the evaluation process if Respondent’s team includes an experienced developer capable of managing the requisite planning, regulatory approvals, and development process required to support the proposed reuse.

At minimum, each Offer should include:

- Copy of the executed charter agreement and accountability plan or documentation of conditional approval of the petition for a public charter school
- Legal status of each key team member, including the state under whose laws the organization/corporation is organized and operating
- Brief organizational description/ history
- Certificate of good standing for such jurisdiction
- Legal address of the applicant

The Respondent should also state whether it is a certified local, small, or disadvantaged business enterprise.

Offer should also identify and provide information about key personnel proposed to implement the project including the following information:

- Title
- Resume and contact information
- A description of person's proposed role in the project

III.C Experience of Respondent

Respondents should describe prior experience and success with projects similar to what is proposed in response to this RFO or why it otherwise believes it will succeed with its proposed project.

Respondent should provide no more than five (5) examples detailing its, or a team member's, experience with comparable projects. Examples of previous experience should include the following information:

- If Respondent has experience operating a charter school, then a history of academic achievement, including AYP, DC-CAS scores, enrollment history, high school graduation rates (if applicable), and a copy of Program Development Reviews and any additional information or documentation Respondent believes is relevant evidence of academic achievement
- Narrative description of the project and its impact
- Visual documentation (photos, renderings, etc.)
- Description of what aspects of the projects (e.g., comparable student and community demographics) make it comparable to Respondent's Offer for the Reuse Site
- Professional references (at least one per project, including contact names, email addresses and telephone numbers)
- Description (including relevant metrics) of the project's non-academic success

Experience and capability with respect to the following areas will be viewed favorably during the evaluation process:

- Successful operation of charter school facilities from a real property operational and management standpoint
- Successful operation of charter school facilities from an educational standpoint
- Innovative approaches in physical design to reuse of public schools or comparable public assets
- Experience implementing public-private partnerships for development of public assets
- Experience with community outreach and stakeholder engagement
- Experience with fulfilling the requirements of the CBE Program and/or First Source Program or otherwise employing and retaining District residents and utilizing local, small, and disadvantaged business enterprises

III.D Financial Feasibility

Respondents should provide financial information so that the District may assess the feasibility of the Respondent's Offer. Please submit the following information:

- **Sources and Uses Budget:** A sources and uses statement that details the anticipated private and public sources of funds for any acquisition, construction, and ongoing maintenance and operational costs for the reuse plan as described in the Offer. Sources and uses should be presented in a clear and readable format, such as a chart or spreadsheet. If construction is proposed, the information should include also a draft construction budget for Reuse, including estimates of hard costs, soft costs (with fees broken out), financing assumptions, and estimated operating expenses (as applicable). Respondents should provide an at least 10 year operating pro forma showing all projected revenues and expenses by category. Phasing strategies should be incorporated into the model pro forma so that Respondent's intent with regard to capital improvements and operations are clear. The pro forma should include line items for debt service and capital reserves. The pro forma should be accompanied by a summary of the assumptions used as the basis for such numbers. Respondent should also provide a risk assessment strategy should sources of grant funding (whether for capital or operations) be modified by market or other conditions. This risk assessment should delineate a phasing strategy if applicable.
- **Proposed Transaction Structure:** A detailed description of Respondent's proposed transaction structure including a statement of the material lease terms offered by Respondent.
- **Respondent financial capacity:**
 - Respondent's current balance sheet
 - Audited annual reports for last three years
 - Last three Federal tax returns, if applicable
 - Last three DC tax returns, if applicable
 - Explanation, with supporting documentation, of how the Respondent can obtain any necessary financing

Note that the District may seek additional project financial information from Respondent at any time in the evaluation of RFO responses for the purpose of clarifying project feasibility.

IV. EVALUATION PROCESS

IV.A Deadline for Submission of Offers

RFO responses are due by 5:00 p.m. EDT, November 16, 2009. Any submissions received after 5:00 p.m. will not be considered, with no exceptions. Respondents are required to deliver their Offers to:

Department of Real Estate Services

ATTN: Althea Holford
2000 14th Street NW, Suite 800
Washington, DC 20009

IV.B Timetable for Evaluation of RFO Responses

The District will endeavor to follow the timetable set forth below; however, the activities and timetable represented below are a guideline only and are subject to change in the District's sole discretion and without prior notice:

Issuance of RFO:	October 16, 2009
Site Visit:	October 22, 2009*
Offers Due:	November 16, 2009 no later than 5:00 p.m.
Evaluation Review:	November 17, 2009 through November 30, 2009
Notification:	December, 2009

IV.C Evaluation Criteria

A Selection Panel will be established to review and evaluate the Offers and to select one or more of the Responsive Offers. The composition of the Selection Panel will be determined by the District, in its sole discretion. In addition, the Selection Panel may consult with professional consultants for technical assistance. The Selection Panel will evaluate Offers submitted in response to this RFO in the context of the evaluation criteria and questions noted below:

Educational Vision

- Does Respondent describe a viable charter school program that would appropriately supplement or enhance District educational opportunities?

Project Vision

- Does the Offer reflect a creative approach to the visions suggested in this RFO?
- Will it seize upon the uniqueness that this opportunity presents in terms of the location, needs and interests of the community it serves?
- Does the Offer take into account stakeholder input obtained through Reuse engagement process? Has respondent interacted with residents, businesses, non-profits and/or other organizations to shape its Offer?

Capability of Applicant

- Has Respondent demonstrated its ability to execute the vision outlined in its Offer?

Past Experience with Similar Project(s)

- Does Respondent have prior experience successfully implementing comparable projects?
- How have these endeavors benefited the communities being served by them?

Financial Feasibility

- Is the Respondent's proposed vision (including timing and financing assumptions) financially viable?

Best Interest of the District

- Does the Offer require District subsidy?
- Is the Respondent's Offer otherwise in the best interest of the District?

IV.D Selection and Negotiation

While the District, through DRES, may enter into negotiations with one or more Respondent(s) based on Offers submitted in response to this RFO, this RFO does not commit DRES or the District to select any Respondent or to enter into negotiations with any Respondent that may respond. The District reserves the right to reject any Offer, or part of a Offer, which is unresponsive, to amend this RFO, or to reject all Offers and re-issue a RFO at a later date, each at its sole discretion.

The District will determine, in its sole discretion, whether each Offer received in response to this RFO is a Responsive Offer. For any Offer that is considered to be non-responsive, the Respondent will be notified in writing within ten business days after the submission deadline. The decision of the District in this regard is final and will be explained to the Respondent upon request.

Based upon responses, the District, in its sole and absolute discretion, may choose to:

1. Require oral presentations by Respondents;
2. Select a short list of Respondents and require additional information from the short-listed Respondents or that they modify their Offers or provide a 'Best and Final Offer' for the District's review;
3. Enter into exclusive negotiations with one or more selected Respondent(s) without requesting more detailed information or selecting a short list of Respondents;
4. Request more detailed information leading to final Respondent(s) selection;
5. Take no action on the responses received.

Following receipt of additional information, if requested, the Selection Panel will select, in its sole and absolute discretion, one or more Responsive Offer(s), as modified or otherwise, to recommend to the Mayor, who, in his absolute discretion, may accept or reject the Selection Panel's recommendations.

Upon recommendation by the Selection Panel, and if approved by the Mayor, DRES shall notify the selected Respondent(s), if any.

If one or more Respondent(s) is thereby chosen for commencement of negotiations, the selected Respondent(s) may be requested by the District to proceed to negotiate final terms consistent with the Respondent's proposed terms. If the District and the selected Respondent are unable to agree on the final terms within ninety (90) days, the District, in its absolute and sole discretion, may terminate negotiations and select a different

Respondent that responded to the RFO, re-issue the RFO, or take such other measures as it deems reasonable, appropriate, and/or necessary.

V. RFO UPDATES AND MODIFICATIONS

The Department of Real Estate Services shall post on its website (<http://dres.dc.gov>.) any notices or information regarding cancellations, withdrawals, modifications to deadlines, and other modifications to this RFO. Respondents shall have an obligation to check the website for any such notices and information, and the District shall have no duty to provide direct notice to Respondents.

VI. NO CONFLICTS OF INTEREST

By participating in the RFO process, the Respondent represents and warrants the following to the District.

1. The compensation to be requested, offered, paid or received in connection with this RFO has been developed and provided independently and without consultation, communication or other interaction with any other competitor for the purpose of restricting competition related to this RFO or otherwise.
2. No person or entity employed by the District or otherwise involved in preparing this RFO on behalf of the District (i) has provided any information to potential Respondents which was not made available to all entities potentially responding to this RFO, (ii) is affiliated with or employed by or has any financial interest in any potential Respondent, (iii) has provided any assistance to potential Respondent in responding to this RFO, or (iv) will benefit financially if any Respondent is selected in response to this RFO.
3. The Respondent has not offered or given to any District officer or employee any gratuity or anything of value intended to obtain favorable treatment under this RFO or any other solicitation or other contract, and Respondent has not taken any action to induce any District officer or employee to violate the rules of ethics governing the District and its employees. Respondent has not and shall not offer, give or agree to give anything of value either to the District or any of its employees, agents, job shoppers, consultants, managers or other person or firm representing the District, or to a member of the immediate family (i.e., a spouse, child, parent, brother or sister) of any of the foregoing. Any such conduct shall be deemed a violation of this RFO. As used herein, "anything of value" shall include but not be limited to any (a) favors, such as meals, entertainment, transportation (other than that contemplated by this RFO, if any, or any other contract with the District), etc., which might tend to obligate a District employee to Respondent, and (b) gift, gratuity, money, goods, equipment, services, lodging, discounts not available to the general public, offers or promises of employment, loans or the cancellation thereof, preferential treatment or business opportunity. Such term shall not include work or services rendered pursuant to any other valid District contract.

4. The Respondent shall report to the District directly and without undue delay any information concerning conduct which may involve: (a) corruption, criminal activity, conflict of interest, gross mismanagement or abuse of authority; or (b) any solicitation of money, goods, requests for future employment or benefit of thing of value, by or on behalf of any government employee, officer or public official, any Respondent employee, officer, agent, subcontractor, or labor official, or other person for any purpose which may be related to the procurement of this RFO by Respondent, or which may affect performance in response to this RFO in any way.

5. Neither Respondent or any subcontractor or affiliate thereof, nor any employee of any of them, shall retain any material or items of any kind salvaged from the property at issue in this RFO as memorabilia or souvenirs or otherwise.

VII. RESERVATION OF RIGHTS AND MISCELLANEOUS PROVISIONS

DRES reserves the right to:

- Cancel or withdraw the RFO at any time prior to or after the submission deadline
- Modify or issue clarifications to the RFO prior to the submission deadline
- Reject any submission it deems unresponsive
- Reject all submissions that are submitted under the RFO
- Modify the deadline for submissions or other actions
- Reissue the RFO, a modified RFO, or a solicitation or request for offers whether or not any submissions have been received in response to the initial RFO issuance.
- Negotiate with a selected Respondent for the disposition of the Reuse Site which is the subject of the selected Offer.

DRES may exercise one or more of these rights, in its sole discretion, as it may deem necessary, appropriate, or beneficial to the District.

VII.A Change in Respondent Information

If information provided in a submission changes (e.g., change or addition to any of the Respondent's team members or new financial information) the Respondent shall provide updated information in the same format for the appropriate section of the RFO and DRES may consider the modified submission.

VII.B Ownership and Use of Submissions

All submissions shall be the property of the District. The District may use any and all ideas in any submission, whether the submission is selected or rejected. No Respondent shall be entitled to compensation or reimbursement of costs in connection with its submission of an Offer in response to this RFO.

VII.C Further Efforts

DRES may request that Respondents clarify their submissions and/or submit additional information pertaining to their submissions. DRES may request best and final

submissions from any Respondent and/or request an oral presentation from any Respondent.

VII.D Restricted Communications

Upon release of this RFO and until the end of the notification period set forth in Section IV.F, above, potential Respondents shall not communicate with DRES, OP, the Office of the Deputy Mayor for Education, the Office of the Deputy Mayor for Planning and Economic Development, or other District staff about the RFO or issues related to the RFO except as authorized in this RFO or in public meetings called in connection with this RFO.

VII.E Limitation on the District's Authority to Convey

Respondents should be aware that the District's disposition of certain real property interests is subject to prior Council authorization in accordance with D.C. Official Code § 10-801 (2007 Supp.). Nor can the District obligate itself to expend any funds without first obtaining a congressional appropriation of funds for such purpose. DRES makes no commitment (nor is authorized to make any commitment) to enter into any contract and does not intend to proceed with any proposed project until all applicable laws have been satisfied.

VII.F Confidentiality

Submissions and all other information submitted in response to this RFO are subject to the District's Freedom of Information Act (D.C. Official Code § 2-531 et seq.) ("FOIA"), which generally mandates the disclosure of documents in the possession of the District upon the request of any person, unless the content of the document falls within a specific exemption category. An example of an exemption category is "trade secrets and commercial or financial information obtained from outside the government, to the extent that disclosure would result in substantial harm to the competitive position of the person from whom the information was obtained." If a Respondent provides information that it believes is exempt from mandatory disclosure under FOIA ("exempt information"), the Respondent shall include the following legend on the title page of the submission:

THIS OFFER CONTAINS INFORMATION THAT IS EXEMPT FROM
MANDATORY DISCLOSURE UNDER THE DISTRICT'S FREEDOM OF
INFORMATION ACT

In addition, on each page that contains information that the Respondent believes is exempt from mandatory disclosure under FOIA, the Respondent shall include the following separate legend:

THIS PAGE CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY
DISCLOSURE UNDER THE DISTRICT'S FREEDOM OF INFORMATION ACT

On each such page, the Respondent shall also specify the exempt information and shall state the exemption category within which it believes the information falls.

Although DRES will generally endeavor not to disclose information designated by the Respondent as exempt information, DRES will independently determine whether the information designated by the Respondent is exempt from mandatory disclosure. Moreover, exempt information may be disclosed by DRES, at its discretion, unless otherwise prohibited by law, and the District shall have no liability related to such disclosure.

VII.G Non-Liability

By participating in the RFO process, the Respondent agrees to hold the District, its officers, employees, agents, representatives, and consultants harmless from all claims, liabilities, and costs related to all aspects of this RFO.

VII.H Questions

Any questions regarding this RFO should be submitted via e-mail to Althea Holford, althea.holford@dc.gov.

Respondents shall not direct questions to any other person affiliated directly or indirectly with the District. Responses to Respondent questions will be posted to the Department of Real Estate Services website at: <http://dres.dc.gov>.

VII.I Selection Non-Binding

The selection by the District of a Respondent does not constitute a commitment by the District to execute a final agreement or contract with the Respondent.